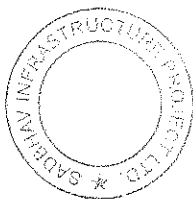


Quarterly Compliance Report on Corporate Governance

Name of the Company: Sadbhav Infrastructure Project Limited			
Quarter ending on: September 30, 2015			
Particulars	Clause of Listing Agreement	Compliance Status Yes/No/N.A.	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	Shall be disclosed in the Annual Report of FY - 2014-15
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
IV. Nomination and Remuneration Committee	49 (IV)	Yes	
V. Subsidiary Companies	49 (V)	Yes	Shall be disclosed in the Annual Report of FY - 2014-15
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	Yes	
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	Yes	
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	
(C) Remuneration of Directors	49 (VIIC)	Yes	Shall be disclosed in the Annual Report of FY - 2014-15
(D) Management	49 (VIID)	Yes	Shall be disclosed in the Annual Report of FY - 2014-15
(E) Shareholders	49 (VIIE)	Yes	
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIIF)	Yes	Company has allotted 41262135 Equity Shares through IPO during the quarter
IX. CEO/CFO Certification	49 (IX)	Yes	Shall be disclosed in the Annual Report of FY - 2014-15
X. Report on Corporate Governance	49 (X)	Yes	Shall be disclosed in the Annual Report of FY - 2014-15
XI. Compliance	49 (XI)	Yes	

Date: 15/10/2015
Place: Ahmedabad



For, Sadbhav Infrastructure Project Limited

Gaurav Vesasi
Gaurav Vesasi

Company Secretary & Compliance Officer
Membership No. F7544

Sadbhav Infrastructure Project Ltd.

Regd Office : "Sadbhav House", Opp. Law Garden Police Chowki, Ellisbridge, Ahmedabad-380006.

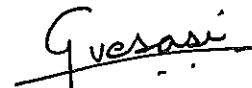
T : +91 79 26463384 F : +91 79 26400210 E : investor@sadbhavinfra.co.in Web : www.sadbhavinfra.co.in CIN : L45202GJ2007PLC049808

Annexure to Clause 49(VIIIA)

Material Related Party Transactions entered into by the Company

Sr. No.	Name of the related party	Nature of relationship	Amount of Transaction	Nature of related party transaction
1	Shreenathji Udaipur Tollway Private Limited	Subsidiary Company	Rs.311.46 Crore	As per Sponsor Support Agreement Dated 11 th October 2012
2	Maharashtra Border Check Post Network Limited	Subsidiary Company	Rs.299 Crore	As per EPC Contract dated 21.12.2009
3	Sadbhav Engineering Limited	Holding Company	Rs 1000 Crore	As per MOU dated 20.12.2014

For, Sadbhav Infrastructure Project Limited



Gaurav Vesasi

Company Secretary & Compliance Officer

Membership No.:- F7544

